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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

**Note.** The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

**2010**

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation  
THE SUSAN THOMPSON BUFFETT FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)  
222 KIEWIT PLAZA

City or town, state, and ZIP code  
OMAHA, NE 68131

**A Employer identification number**  
47-6032365

**B Telephone number** (see page 10 of the instructions)  
(402) 943-1300

**C** If exemption application is pending, check here ☐

**D 1.** Foreign organizations, check here ☐

**2.** Foreign organizations meeting the 85% test, check here and attach computation ☐

**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐

**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16)  
\$ 2,584,393,426

**J** Accounting method ☐ Cash ☒ Accrual







☐ Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)	160,478,045			
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities. . . . .	975,963	975,963		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	58,106,894			
	<b>b</b> Gross sales price for all assets on line 6a <u>238,514,477</u>				
	<b>7</b> Capital gain net income (from Part IV , line 2) . . . .		58,106,894		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
Operating and Administrative Expenses	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .				
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	219,560,902	59,082,857		
	<b>13</b> Compensation of officers, directors, trustees, etc	611,962	0		611,962
	<b>14</b> Other employee salaries and wages . . . . .	1,659,678	0		1,659,678
	<b>15</b> Pension plans, employee benefits . . . . .	500,586	0		496,206
	<b>16a</b> Legal fees (attach schedule) . . . . .	9,116	0		9,116
	<b>b</b> Accounting fees (attach schedule) . . . . .	30,160	0		30,160
	<b>c</b> Other professional fees (attach schedule) . . . . .	1,526,693	0		1,526,693
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see page 14 of the instructions)	2,203,475	0		110,693
	<b>19</b> Depreciation (attach schedule) and depletion . . . .	147,444	0		
	<b>20</b> Occupancy . . . . .	155,604	0		155,604
	<b>21</b> Travel, conferences, and meetings . . . . .	418,413	0		418,413
	<b>22</b> Printing and publications . . . . .	59,865	0		59,865
	<b>23</b> Other expenses (attach schedule) . . . . .	106,983	0		102,857
	<b>24 Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	7,429,979	0		5,181,247
	<b>25</b> Contributions, gifts, grants paid . . . . .	174,801,778			247,394,595
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	182,231,757	0		252,575,842
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	37,329,145			
	<b>b Net investment income</b> (if negative, enter -0-)		59,082,857		
	<b>c Adjusted net income</b> (if negative, enter -0-)				

Part II



Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1Cash—non-interest-bearing . . . . .			
	2Savings and temporary cash investments . . . . .	541,638	2,783,628	2,783,628
	3Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5Grants receivable . . . . .			
	6Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
	7Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8Inventories for sale or use . . . . .			
	9Prepaid expenses and deferred charges . . . . .	34,756	1,638,145	1,638,145
	10aInvestments—U S and state government obligations (attach schedule)	185,126,791	 387,420,583	387,413,299
	bInvestments—corporate stock (attach schedule) . . . . .	1,728,659,579	 1,527,989,201	2,190,118,308
	cInvestments—corporate bonds (attach schedule). . . . .			
	11Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12Investments—mortgage loans . . . . .			
	13Investments—other (attach schedule) . . . . .			
	14Land, buildings, and equipment basis ▶ _____ 1,600,766 Less accumulated depreciation (attach schedule) ▶ _____ 666,720	1,065,975	 934,046	934,046
	15Other assets (describe ▶ _____)	 1,506,000	 1,506,000	 1,506,000
	16Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,916,934,739	1,922,271,603	2,584,393,426
Liabilities	17Accounts payable and accrued expenses . . . . .	15,574	24,080	
	18Grants payable . . . . .	198,484,000	125,903,753	
	19Deferred revenue . . . . .			
	20Loans from officers, directors, trustees, and other disqualified persons			
	21Mortgages and other notes payable (attach schedule) . . . . .			
	22Other liabilities (describe ▶ _____)			
	23Total liabilities (add lines 17 through 22) . . . . .	198,499,574	125,927,833	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24Unrestricted . . . . .	1,718,435,165	1,796,343,770	
	25Temporarily restricted . . . . .			
	26Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27Capital stock, trust principal, or current funds . . . . .			
	28Paid-in or capital surplus, or land, bldg , and equipment fund			
	29Retained earnings, accumulated income, endowment, or other funds			
	30Total net assets or fund balances (see page 17 of the instructions) . . . . .	1,718,435,165	1,796,343,770	
	31Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	1,916,934,739	1,922,271,603	

Part III

Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return) . . . . .	1	1,718,435,165
2	Enter amount from Part I, line 27a . . . . .	2	37,329,145
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	41,653,154
4	Add lines 1, 2, and 3 . . . . .	4	1,797,417,464
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	1,073,694
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	1,796,343,770

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1 a	PUBLICLY TRADED SECURITIES	D		
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 238,514,477		180,407,583	58,106,894
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			58,106,894
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	58,106,894
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 . . . . .		3	

Part V

Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income )

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No  
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	411,527,190	1,981,228,303	0 207713
2008	351,926,060	3,258,034,171	0 108018
2007	206,132,788	2,630,260,867	0 078370
2006	102,021,927	355,412,624	0 287052
2005	61,122,823	67,343,213	0 907632

2 Total of line 1, column (d). . . . .	2	1 588785
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .	3	0 317757
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5. . . . .	4	2,160,276,423
5 Multiply line 4 by line 3. . . . .	5	686,442,955
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	590,829
7 Add lines 5 and 6. . . . .	7	687,033,784
8 Enter qualifying distributions from Part XII, line 4. . . . .	8	252,575,842

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)		
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		11,81,657
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		0
3 Add lines 1 and 2. . . . .		1,81,657
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		1,81,657
6 Credits/Payments		
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 2,070,439	
b Exempt foreign organizations—tax withheld at source . . . . .	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld . . . . .	6d	
7 Total credits and payments Add lines 6a through 6d. . . . .		2,070,439
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		888,782
11 Enter the amount of line 10 to be Credited to 2011 estimated tax  888,782 Refunded		0

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		1b	No
c Did the foundation file Form 1120-POL for this year? . . . . .		1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation  \$ 0 (2) On foundation managers  \$ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers  \$ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.		2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.		5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .		6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions)  NE			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV . . . . .		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	13	Yes	
14	The books are in care of <b>ALLEN GREENBERG</b> Telephone no <b>(402) 943-1300</b> Located at <b>222 KIEWIT PLAZA OMAHA NE</b> ZIP+4 <b>68131</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country.				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see page 20 of the instructions ).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i> )	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes

☒ No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes

☒ No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

☒ Yes

☐ No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).

☒ Yes

☐ No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes

☒ No

5b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.

☒

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes

☒ No

6b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

☐

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes

☒ No

7b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

☐

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1

List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
TURKIZ GOKGOL 222 KIEWIT PLAZA OMAHA, NE 68131	DIR INT'L PROGRAMS 40 00	307,731	55,681	0
JUDITH DESARNO 222 KIEWIT PLAZA OMAHA, NE 68131	DIR DOMESTIC PROGRAM 40 00	270,750	48,486	0
DAVID KLINE 222 KIEWIT PLAZA OMAHA, NE 68131	DIR OF MONITORING AN 40 00	201,923	36,808	0
STEVE HEARTWELL 222 KIEWIT PLAZA OMAHA, NE 68131	DEP DIR DOMESTIC PRO 40 00	195,710	39,634	0
KAREN GLUCK 222 KIEWIT PLAZA OMAHA, NE 68131	DOMESTIC PROGRAM OFF 40 00	158,808	33,662	0
Total number of other employees paid over \$50,000.				6

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GOOD WORKS GROUP LLC	CONSULTING	690,000
1430 FRONT STREET LOUISVILLE, CO 80027		
PHILLIBER RESEARCH ASSOCIATES	CONSULTING	551,952
16 MAIN STREET ACCORD, NY 12404		
MATHEMATICA	CONSULTING	174,988
PO BOX 2393 PRINCETON, NJ 08543		
Total number of others receiving over \$50,000 for professional services. . . . .		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 ALICE BUFFETT OUTSTANDING TEACHER AWARDS - 15 TEACHERS AWARDED \$10,000 (\$150,000 TOTAL)	51,515
2 SCHOLARSHIPS - AWARDED \$10,377,654 IN SCHOLARSHIPS	6,691
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b>	
<b>2</b>	
All other program-related investments See page 24 of the instructions	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3. . . . .	0



Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	2,190,135,649
b	Average of monthly cash balances. . . . .	1b	3,038,384
c	Fair market value of all other assets (see page 24 of the instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	2,193,174,033
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	2,193,174,033
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	32,897,610
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,160,276,423
6	Minimum investment return. Enter 5% of line 5. . . . .	6	108,013,821

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6. . . . .	1	108,013,821
2a	Tax on investment income for 2010 from Part VI, line 5. . . . .	2a	1,181,657
b	Income tax for 2010 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	1,181,657
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	106,832,164
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	12,564
5	Add lines 3 and 4. . . . .	5	106,844,728
6	Deduction from distributable amount (see page 25 of the instructions). . . . .	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	106,844,728

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	1a	252,575,842
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	252,575,842
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions). . . . .	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	252,575,842
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				106,844,728
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only. . . . .			0	
b	Total for prior years 20____, 20____, 20____		0		
3	Excess distributions carryover, if any, to 2010				
a	From 2005. . . . .				57,723,949
b	From 2006. . . . .				84,343,230
c	From 2007. . . . .				74,574,123
d	From 2008. . . . .				189,538,249
e	From 2009. . . . .				312,395,447
f	Total of lines 3a through e. . . . .	718,574,998			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 252,575,842				
a	Applied to 2009, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d	Applied to 2010 distributable amount. . . . .				106,844,728
e	Remaining amount distributed out of corpus	145,731,114			
5	Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	864,306,112			
b	Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions . . . . .			0	
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 . . . . .				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	0			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	57,723,949			
9	Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	806,582,163			
10	Analysis of line 9				
a	Excess from 2006. . . .	84,343,230			
b	Excess from 2007. . . .	74,574,123			
c	Excess from 2008. . . .	189,538,249			
d	Excess from 2009. . . .	312,395,447			
e	Excess from 2010. . . .	145,731,114			

Part XIVPrivate Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling. . . . .

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .	Tax year	Prior 3 years			(e) Total
		(a) 2010	(b) 2009	(c) 2008	(d) 2007	
b	85% of line 2a . . . . .					
c	Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
d	Amounts included in line 2c not used directly for active conduct of exempt activities . . . .					
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets . . . . .					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )

b

List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a

The name, address, and telephone number of the person to whom applications should be addressed

b

The form in which applications should be submitted and information and materials they should include

c

Any submission deadlines

d

Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<div>a Paid during the year</div> <div>See Additional Data TableSee Additional Data Table</div>				
<div>Total . . . . .</div>			<div>▶ 3a</div>	247,394,595
<div>b Approved for future payment</div> <div>See Additional Data TableSee Additional Data Table</div>				
<div>Total . . . . .</div>			<div>▶ 3b</div>	55,475,135

Enter gross amounts unless otherwise indicated

## **Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

Form **990-PF** (2010)

Part XVII

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

d

If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐

Yes

☒

No

b

If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
--------------------------	--------------------------	---------------------------------

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

\*\*\*\*\*

Signature of officer or trustee

2011-05-10

Date

\*\*\*\*\*

Title

Paid Preparer's Use Only

Preparer's Signature

BARBARA J FAJEN

Date

2011-05-09

Check if self-employed ☐

PTIN

Firm's name

SEIM JOHNSON LLP

Firm's EIN

Firm's address

18081 BURT STREET SUITE 200  
OMAHA, NE 680224722

Phone no.

(402) 330-2660

Form 990-PF (2010)

<div>Schedule B</div> <div>(Form 990, 990-EZ, or 990-PF)</div> <div>Department of the Treasury Internal Revenue Service</div>	<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF.</div>	<div>OMB No 1545-0047</div>
		<div>2010</div>

<div>Name of organization</div> <div>THE SUSAN THOMPSON BUFFETT FOUNDATION</div>	<div>Employer identification number</div> <div>47-6032365</div>
--	---

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<div><input type="checkbox"/> 501(c)( ) (enter number) organization</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation</div> <div><input type="checkbox"/> 527 political organization</div>
Form 990-PF	<div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div> <div><input type="checkbox"/> 501(c)(3) taxable private foundation</div>

Check if your organization is covered by the **General Rule** or a **Special Rule**.  
**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule—

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33<sup>1</sup>/<sub>3</sub>% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. . . . . ▶ \$ \_\_\_\_\_

**Caution.** An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box on lin H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

<b>Name of organization</b> THE SUSAN THOMPSON BUFFETT FOUNDATION	<b>Employer identification number</b> 47-6032365
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Part I

Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	WARREN E BUFFETT 1440 KIEWIT PLAZA  OMAHA, NE 68131	\$ 160,478,045	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>  (Complete Part II if there is a noncash contribution )
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )





<b>Name of organization</b> THE SUSAN THOMPSON BUFFETT FOUNDATION	<b>Employer identification number</b> 47-6032365
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Part III

**Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year.** (Complete columns (a) through (e) and the following line entry )


For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions ) ► \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	<div>Transferee's name, address, and ZIP + 4</div> <div>Relationship of transferor to transferee</div> <div></div> <div></div> <div></div>		
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	<div>Transferee's name, address, and ZIP + 4</div> <div>Relationship of transferor to transferee</div> <div></div> <div></div> <div></div>		
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	<div>Transferee's name, address, and ZIP + 4</div> <div>Relationship of transferor to transferee</div> <div></div> <div></div> <div></div>		
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	<div>Transferee's name, address, and ZIP + 4</div> <div>Relationship of transferor to transferee</div> <div></div> <div></div> <div></div>		
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	<div>Transferee's name, address, and ZIP + 4</div> <div>Relationship of transferor to transferee</div> <div></div> <div></div> <div></div>		


Additional Data

Software ID:  
Software Version:  
EIN: 47-6032365  
Name: THE SUSAN THOMPSON BUFFETT FOUNDATION


Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALLEN GREENBERG 	PRESIDENT 40 00	467,308	68,850	0
222 KIEWIT PLAZA OMAHA, NE 68131				
MELISSA HOW	BOARD SEC'Y / DIR GRANTS & 40 00	144,654	51,847	0
222 KIEWIT PLAZA OMAHA, NE 68131				
PETER A BUFFETT	DIRECTOR 1 00	0	0	0
222 KIEWIT PLAZA OMAHA, NE 68131				
GEOFFREY COWAN	DIRECTOR 1 00	0	0	0
222 KIEWIT PLAZA OMAHA, NE 68131				
CAROL LOOMIS	DIRECTOR 1 00	0	0	0
222 KIEWIT PLAZA OMAHA, NE 68131				
PATTI MATSON	DIRECTOR 1 00	0	0	0
222 KIEWIT PLAZA OMAHA, NE 68131				
SUSAN A BUFFETT	BOARD CHAIR 1 00	0	0	0
222 KIEWIT PLAZA OMAHA, NE 68131				


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
ALLEN WOMENS HEALTH 233 VOLD DRIVE WATERLOO,IA 50703	NONE	509 (A)(1)	PROJECT SUPPORT	220,314
ALLIANCE FOR JUSTICE 11 DUPONT CIR WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	499,987
AMERICAN CIVIL LIBERTIES UNION FOUN 125 BROAD STREET NEW YORK,NY 10004	NONE	509 (A)(1)	PROJECT SUPPORT	50,000
AMERICAN COLLEGE OF NURSE MIDWIVES 8403 COLESVILLE RD SILVER SPRING,MD 20910	NONE	501 (C)(6)	PROJECT SUPPORT	1,529,528
ASSOCIATION OF REPRODUCTIVE HEALTH 1901 L STREET NW SUITE 300 WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	252,443
BAYLOR COLLEGE OF MEDICINE 1709 DRYDEN ROAD HOUSTON,TX 77030	NONE	509 (A)(1)	PROJECT SUPPORT	250,862
BETH ISRAEL DEACONESS MEDICAL CENTE 330 BROOKLINE AVE BOSTON,MA 02215	NONE	509 (A)(1)	PROJECT SUPPORT	228,223
BETTER WORLD FUND 1800 MASSACHUSETTS AVE NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	50,000
BOARD OF TRUSTEES OF THE UNIVERSITY 1919 W TAYLOR STREET CHICAGO,IL 60612	NONE	509 (A)(1)	PROJECT SUPPORT	24,165
BOSTON MEDICAL CENTER 85 EAST CONCORDE AVE BOSTON,MA 02446	NONE	509 (A)(1)	PROJECT SUPPORT	36,098
BOSTON MEDICAL CENTER CORP 85 E CONCORD ST BOSTON,MA 02118	NONE	509 (A)(1)	PROJECT SUPPORT	401,844
BOSTON MEDICAL CENTER CORP 85 EAST CONCORDE BOSTON,MA 02118	NONE	509 (A)(1)	PROJECT SUPPORT	254,635
BOULDER VALLEY WOMEN'S HEALTH CENTE 2855 VALMONT ROAD BOULDER,CO 80301	NONE	509 (A)(1)	PROJECT SUPPORT	587,533
BRIGHAM AND WOMEN'S HOSPITAL 75 FRANCIS STREET BOSTON,MA 02115	NONE	509 (A)(1)	PROJECT SUPPORT	328,857
BRIGHAM AND WOMEN'S HOSPITAL 75 FRANCIS STREET BOSTON,MA 02115	NONE	509 (A)(1)	PROJECT SUPPORT	243,545
<b>Total . . . . .</b>  <b>3a</b>				247,394,595


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
CATHOLICS FOR CHOICE 1436 U STREET NW WASHINGTON,DC 20009	NONE	509 (A)(1)	PROJECT SUPPORT	759,822
CATHOLICS FOR THE RIGHT TO DECIDE-M LONDRES NUM 234 DEL CARMEN COYOCAN MX	NONE	N/A	PROJECT SUPPORT	1,563,900
CENTER FOR REPRODUCTIVE RIGHTS 120 WALL STREET NEW YORK,NY 10005	NONE	509 (A)(1)	PROJECT SUPPORT	497,519
CENTER FOR REPRODUCTIVE RIGHTS 120 WALL STREET NEW YORK,NY 10005	NONE	509 (A)(1)	PROJECT SUPPORT	1,498,211
CENTRAL COMMUNITY COLLEGE PO BOX 4903 GRAND ISLAND,NE 68802	NONE	509 (A)(1)	PROJECT SUPPORT	41,222
CENTRAL COMMUNITY COLLEGE PO BOX 1027 COLUMBUS,NE 68602	NONE	509 (A)(1)	PROJECT SUPPORT	76,775
CENTRAL IOWA FAMILY PLANNING 704 MAY STREET MARSHALLTOWN,IA 50158	NONE	509 (A)(1)	PROJECT SUPPORT	285,936
CENTRAL MAINE MEDICAL CENTER 76 HIGH STREET LEWISTON,ME 04240	NONE	509 (A)(1)	PROJECT SUPPORT	165,186
CHADRON STATE COLLEGE 1000 MAIN STREET CHADRON,NE 69337	NONE	509 (A)(1)	PROJECT SUPPORT	75,991
CHADRON STATE COLLEGE 1000 MAIN STREET CHADRON,NE 69337	NONE	509 (A)(1)	PROJECT SUPPORT	83,121
COLORADO ASSOCIATION FOR SCHOOL-BAS 1750 HIGH STREET DENVER,CO 80218	NONE	509 (A)(1)	PROJECT SUPPORT	109,915
COLORADO DEPARTMENT OF PUBLIC HEALT 4300 CHERRY CREEK DR DENVER,CO 802461530	NONE	509 (A)(1)	PROJECT SUPPORT	4,834,514
COLORADO ORGANIZATION FOR LATINA OP PO BOX 201061 DENVER,CO 80220	NONE	509 (A)(1)	PROJECT SUPPORT	116,173
COLORADO ORGANIZATION ON ADOLESCENT 1650 FRANKLIN ST DENVER,CO 80218	NONE	509 (A)(2)	PROJECT SUPPORT	100,000
COLORADO YOUTH MATTER 1650 FRANKLIN ST DENVER,CO 80218	NONE	509 (A)(2)	PROJECT SUPPORT	201,658
<b>Total . . . . .</b>  <b>3a</b>				247,394,595


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
COMMUNITY LEAGUE INC 35 JAMES STREET NEWARK, NJ 07102	NONE	509 (A)(1)	PROJECT SUPPORT	-100,000
CONTRA COSTA REGIONAL HEALTH FOUNDA 50 DOUGLAS DRIVE MARTINEZ, CA 94553	NONE	509 (A)(1)	PROJECT SUPPORT	72,444
DENVER FOUNDATION 777 BANNOCK STREET DENVER, CO 80204	NONE	509 (A)(1)	PROJECT SUPPORT	419,983
DENVER FOUNDATION 777 BANNOCK STREET DENVER, CO 80204	NONE	509 (A)(1)	PROJECT SUPPORT	1,496,201
DKT INTERNATIONAL 1701 K STREET SUITE 900 WASHINGTON, DC 20006	NONE	509 (A)(2)	PROJECT SUPPORT	12,408,602
DKT INTERNATIONAL 1701 K STREET SUITE 900 WASHINGTON, DC 20006	NONE	509 (A)(2)	PROJECT SUPPORT	931,355
EASTERN VIRGINIA MEDICAL SCHOOL FOU 1911 N FT MYER DRIVE ARLINGTON, VA 22209	NONE	509 (A)(1)	PROJECT SUPPORT	503,670
EDGERTON WOMEN'S HEALTH CENTER 1510 E RUSHOLME STREET DAVENPORT, IA 52803	NONE	509 (A)(1)	PROJECT SUPPORT	250,969
ENGENDER HEALTH 440 NINTH AVE NEW YORK, NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	1,425,642
ENGENDER HEALTH 440 NINTH AVE NEW YORK, NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	1,692,010
EQUIDAD DE GENERO ABASOLO 201 COL DEL CARMEN COYOACAN MX	NONE	N/A	PROJECT SUPPORT	1,575,000
ESAR CARRERA 18 NO 33 A-19 BOGOTA CO	NONE	N/A	PROJECT SUPPORT	5,245,556
FACULTY PRACTICE FOUNDATION 850 HARRISON AVENUE BOSTON, MA 02118	NONE	509 (A)(3) TYPE III	PROJECT SUPPORT	27,020
FAMILY MEDICINE RESIDENCY OF IDAHO 777 N RAYMOND ST BOISE, ID 83704	NONE	509 (A)(1)	PROJECT SUPPORT	73,932
FOCUS POINTS FAMILY RESOURCE CENTER 3532 FRANKLIN STREET DENVER, CO 80205	NONE	509 (A)(1)	PROJECT SUPPORT	45,830
<b>Total . . . . .</b>  <b>3a</b>				247,394,595

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
FOUNDATION OF UMDNJ 1 ROBERT WOOD JOHNSON PLACE NEW BRUNSWICK, NJ 08903	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	74,288
FUND FOR PUBLIC HEALTH IN NEW YORK 291 BROADWAY NEW YORK, NY 10007	NONE	509 (A)(1)	PROJECT SUPPORT	2,159,806
FUNDERS NETWORK ON POPULATION AND R 1215 VEIRS MILL ROAD ROCKVILLE, MD 20851	NONE	509 (A)(1)	PROJECT SUPPORT	35,000
GEORGE WASHINGTON UNIVERSITY 2021 K STREET NW WASHINGTON, DC 20006	NONE	509 (A)(1)	PROJECT SUPPORT	745,655
GLIDE MEMORIAL UNITED METHODIST CHU 330 ELLIS STREET SAN FRANCISCO, CA 94102	NONE	509 (A)(1)	PROJECT SUPPORT	250,000
GLOBAL JUSTICE CENTER 25 E 21ST STREET NEW YORK, NY 10010	NONE	509 (A)(1)	PROJECT SUPPORT	178,109
GLOBAL JUSTICE CENTER 25 EAST 21ST STREET NEW YORK, NY 10010	NONE	509 (A)(1)	PROJECT SUPPORT	100,000
GOOD WORKS GROUP 1430 FRONT STREET LOUISVILLE, CO 80027	NONE	N/A	PROJECT SUPPORT	292,482
GOOD WORKS GROUP 1430 FRONT STREET LOUISVILLE, CO 80027	NONE	N/A	PROJECT SUPPORT	228,219
GROUP HEALTH COOPERATIVE 125 16TH AVE E SEATTLE, WA 98112	NONE	509 (A)(1)	PROJECT SUPPORT	27,775
GRUPO DE INFORMACION EN REPRODUCCIO APARTADO POSTAL 21-547 ADMON 21 COYOACON CP MX	NONE	N/A	PROJECT SUPPORT	1,361,421
GUTTMACHER INSTITUTE INC 125 MAIDEN LANE 7TH FLOOR NEW YORK, NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	1,198,328
GUTTMACHER INSTITUTE INC 125 MAIDEN LANE 7TH FLOOR NEW YORK, NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	92,618
GUTTMACHER INSTITUTE INC 125 MAIDEN LANE 7TH FLOOR NEW YORK, NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	152,122
GYNUITY 15 EAST 26TH STREET NEW YORK, NY 10010	NONE	N/A	PROJECT SUPPORT	2,103,551
<b>Total . . . . .</b>  <b>3a</b>				247,394,595

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment


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Name and address (home or business)				
<b>a</b> Paid during the year				
HEALTH RESEARCH ASSOCIATION 1640 MARENGO ST LOS ANGELES,CA 90033	NONE	509 (A)(1)	PROJECT SUPPORT	69,963
HEALTH RESEARCH ASSOCIATION 1640 MARENGO ST LOS ANGELES,CA 90033	NONE	509 (A)(1)	PROJECT SUPPORT	69,944
HEKTOEN INSTITUTE FOR MEDICAL RESEA 2240 WOGDEN AVE CHICAGO,IL 606124220	NONE	509 (A)(1)	PROJECT SUPPORT	72,067
HILLCREST FAMILY SERVICES 220 W 7TH ST DUBUQUE,IA 52001	NONE	509 (A)(1)	PROJECT SUPPORT	231,985
IBIS REPRODUCTIVE HEALTH 17 DUNSTER STREET CAMBRIDGE,MA 02138	NONE	509 (A)(1)	PROJECT SUPPORT	140,829
INTERNATIONAL PLANNED PARENTHOOD FE 120 WALL STREET NEW YORK,NY 10005	NONE	509 (A)(1)	PROJECT SUPPORT	2,346,663
INTERNATIONAL PLANNED PARENTHOOD FE 4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	51,152
INTERNATIONAL PLANNED PARENTHOOD-WO 4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	384,356
INTERNATIONAL PLANNED PARENTHOOD-WO 4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	359,210
INTERNATIONAL PLANNED PARENTHOOD-WO 4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	315,063
INTERNATIONAL PLANNED PARENTHOOD-WO 4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	126,652
INTERNATIONAL PLANNED PARENTHOOD-WO 4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	336,258
INTERNATIONAL PLANNED PARENTHOOD-WO 4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	325,071
INTERNATIONAL PLANNED PARENTHOOD-WO 4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	274,097
INTERNATIONAL PLANNED PARENTHOOD-WO 4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	128,650
<b>Total . . . . .</b>			 <b>3a</b>	247,394,595




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Name and address (home or business)				
a Paid during the year				
INTERNATIONAL PLANNED PARENTHOOD-WO 4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	750,128
INTERNATIONAL PLANNED PARENTHOOD-WO 4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	79,963
INTERNATIONAL PLANNED PARENTHOOD-WO 4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	167,628
INTERNATIONAL PLANNED PARENTHOOD-WO 4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	166,618
IOWA INITIATIVE TO REDUCE UNINTENDE 300 E LOCUST ST DES MOINES,IA 50309	NONE	N/A	PROJECT SUPPORT	603,879
IPAS 300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	1,150,695
IPAS 300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	601,350
IPAS 300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	572,485
IPAS 300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	3,012,220
JOHNS HOPKINS UNIVERSITY 600 N WOLFE STREET BALTIMORE,MD 21287	NONE	509 (A)(1)	PROJECT SUPPORT	304,578
JOHNS HOPKINS UNIVERSITY 615 N WOLFE ST BALTIMORE,MD 21205	NONE	509 (A)(1)	PROJECT SUPPORT	20,418
JOHNS HOPKINS UNIVERSITY 4940 EASTERN AVE BALTIMORE,MD 21224	NONE	509 (A)(1)	PROJECT SUPPORT	67,536
JOHNS HOPKINS UNIVERSITY 600 N WOLFE STREET BALTIMORE,MD 21205	NONE	509 (A)(1)	PROJECT SUPPORT	63,052
JOHNS HOPKINS UNIVERSITY 600 N WOLFE STREET BALTIMORE,MD 21287	NONE	509 (A)(1)	PROJECT SUPPORT	41,333
KAISER FOUNDATION HOSPITALSHEALTH P 1950 FRANKLIN STREET OAKLAND,CA 94612	NONE	509 (A)(1)	PROJECT SUPPORT	295,391
Total . . . . . 3a				247,394,595


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Name and address (home or business)				
<b>a</b> Paid during the year				
MAGEE-WOMENS RESEARCH INSTITUTE AND 300 HALKET STREET PITTSBURGH,PA 15213	NONE	509 (A)(1)	PROJECT SUPPORT	342,256
MAGEE-WOMENS RESEARCH INSTITUTE AND 300 HALKET STREET PITTSBURGH,PA 15213	NONE	509 (A)(1)	PROJECT SUPPORT	70,002
MEDICAL COLLEGE OF WISCONSIN 9200 W WISCONSIN AVENUE MILWAUKEE,WI 53226	NONE	509 (A)(1)	PROJECT SUPPORT	345,895
MEDICAL STUDENTS FOR CHOICE PO BOX 40188 PHILADELPHIA,PA 19106	NONE	509 (A)(1)	PROJECT SUPPORT	301,552
MEDICAL STUDENTS FOR CHOICE PO BOX 40188 PHILADELPHIA,PA 19106	NONE	510 (A)(1)	PROJECT SUPPORT	349,663
MEDICAL UNIVERSITY OF SOUTH CAROLIN 96 JONATHAN LUCAS STREET CHARLESTON,SC 29425	NONE	509 (A)(3) TYPE III	PROJECT SUPPORT	285,474
MEDICINES360 275 BATTERY STREET SAN FRANCISCO,CA 94111	NONE	509 (A)(1)	PROJECT SUPPORT	18,738,707
MEHARRY MEDICAL COLLEGE 1005 DR DB TODD JR BLVD NASHVILLE,TN 372083599	NONE	509 (A)(1)	PROJECT SUPPORT	422,426
MEMORIAL HOSPITAL OF RHODE ISLAND 111 BREWSTER ST PAWTUCKET,RI 02860	NONE	509 (A)(1)	PROJECT SUPPORT	263,857
METROPOLITAN COMMUNITY COLLEGE PO BOX 3777 OMAHA,NE 68130	NONE	509 (A)(1)	PROJECT SUPPORT	56,610
METROPOLITAN COMMUNITY COLLEGE PO BOX 3777 OMAHA,NE 68130	NONE	509 (A)(1)	PROJECT SUPPORT	52,801
MID-PLAINS COMMUNITY COLLEGE 1101 HALLIGAN DRIVE NORTH PLATTE,NE 69101	NONE	509 (A)(1)	PROJECT SUPPORT	6,109
MID-PLAINS COMMUNITY COLLEGE 1101 HALLIGAN DRIVE NORTH PLATTE,NE 69101	NONE	509 (A)(1)	PROJECT SUPPORT	8,468
MINNESOTA MEDICAL FOUNDATION 200 OAK STREET SE MINNEAPOLIS,MN 55456	NONE	509 (A)(1)	PROJECT SUPPORT	126,341
MONTEFIORE MEDICAL CENTER 3544 JEROME AVE BRONX,NY 10467	NONE	509 (A)(1)	PROJECT SUPPORT	811,504
<b>Total . . . . .</b>  <b>3a</b>				247,394,595


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Name and address (home or business)				
<b>a</b> Paid during the year				
MONTEFIORE MEDICAL CENTER 111 EAST 210TH STREET BRONX,NY 10467	NONE	509 (A)(1)	PROJECT SUPPORT	217,444
MONTEFIORE MEDICAL CENTER 3544 JEROME AVE BRONX,NY 10467	NONE	509 (A)(1)	PROJECT SUPPORT	28,470
MSI-US PO BOX 7910 BOULDER,CO 803067900	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	749,363
MSI-US PO BOX 7910 BOULDER,CO 803067900	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	754,930
MSI-US PO BOX 7910 BOULDER,CO 803067900	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	3,140,342
MSI-US PO BOX 7910 BOULDER,CO 803067900	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	789,916
MYRTUE MEDICAL CENTER-SHELBY COUNTY 1213 GARFIELD AVE HARLAN,IA 51537	NONE	509 (A)(1)	PROJECT SUPPORT	230,645
NAF HOTLINE FUND 1660 L STREET NW WASHINGTON,DC 20036	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	21,032,015
NARAL PRO-CHOICE COLORADO FOUNDATIO 1905 SHERMAN STREET DENVER,CO 80203	NONE	509 (A)(2)	PROJECT SUPPORT	50,293
NARAL PRO-CHOICE COLORADO FOUNDATIO 1905 SHERMAN STREET DENVER,CO 80203	NONE	509 (A)(2)	PROJECT SUPPORT	301,140
NATIONAL CAMPAIGN TO PREVENT TEEN A 1776 MASSACHUSETTS AVE NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	503,015
NATIONAL FAMILY PLANNING AND REPROD 1627 K STREET NW WASHINGTON,DC 20006	NONE	509 (A)(2)	PROJECT SUPPORT	359,310
NATIONAL FAMILY PLANNING AND REPROD 1627 K STREET NW WASHINGTON,DC 20006	NONE	509 (A)(2)	PROJECT SUPPORT	351,252
NATIONAL HEALTH LAW PROGRAM 2639 S LA CIENEGA BLVD LOS ANGELES,CA 90034	NONE	509 (A)(1)	PROJECT SUPPORT	100,584
NATIONAL HEALTH LAW PROGRAM 2639 S LA CIENEGA BLVD LOS ANGELES,CA 90034	NONE	509 (A)(1)	PROJECT SUPPORT	1,157,605
<b>Total . . . . .</b>  <b>3a</b>				247,394,595


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NATIONAL INSTITUTE FOR REPRODUCTIVE 470 PARK AVENUE SOUTH NEW YORK,NY 10016	NONE	509 (A)(1)	PROJECT SUPPORT	499,327
NATIONAL PARTNERSHIP FOR WOMEN AND 1875 CONNECTICUT AVE NW WASHINGTON,DC 20009	NONE	509 (A)(2)	PROJECT SUPPORT	5,000
NATIONAL PARTNERSHIP FOR WOMEN AND 1875 CONNECTICUT AVE NW WASHINGTON,DC 20009	NONE	509 (A)(2)	PROJECT SUPPORT	369,495
NATIONAL PARTNERSHIP FOR WOMEN AND 1875 CONNECTICUT AVE NW WASHINGTON,DC 20009	NONE	509 (A)(2)	PROJECT SUPPORT	400,897
NATIONAL WOMEN'S LAW CENTER 11 DUPONT CIR WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	2,009,459
NET FOUNDATION FOR TELEVISION 1800 N 33RD ST LINCOLN,NE 68503	NONE	509 (A)(1)	PROJECT SUPPORT	1,000
NEW OPPORTUNITIES INC 23751 HWY 30 EAST CARROLL,IA 51401	NONE	509 (A)(1)	PROJECT SUPPORT	197,175
NEW YORK UNIVERSITY 550 1ST AVENUE NEW YORK,NY 10016	NONE	509 (A)(1)	PROJECT SUPPORT	3,590,391
NORTH IOWA COMMUNITY ACTION ORGANIZ 300 15 ST NE MASON CITY,IA 50401	NONE	509 (A)(1)	PROJECT SUPPORT	168,835
NORTHEAST COMMUNITY COLLEGE BOX 469 NORFOLK,NE 68702	NONE	509 (A)(1)	PROJECT SUPPORT	60,913
NORTHEAST COMMUNITY COLLEGE BOX 469 NORFOLK,NE 68702	NONE	509 (A)(1)	PROJECT SUPPORT	111,899
NORTHEAST IOWA COMMUNITY ACTION 305 MONTGOMERY DECORAH,IA 52101	NONE	509 (A)(1)	PROJECT SUPPORT	147,159
NORTHWESTERN UNIVERSITY 680 N LAKE SHORE DRIVE CHICAGO,IL 60611	NONE	509 (A)(1)	PROJECT SUPPORT	289,368
NORTHWESTERN UNIVERSITY 750 NORTH LAKE SHORE DRIVE CHICAGO,IL 60611	NONE	509 (A)(1)	PROJECT SUPPORT	26,827
NORTHWESTERN UNIVERSITY 680 NORTH LAKESHORE DRIVE CHICAGO,IL 60611	NONE	509 (A)(1)	PROJECT SUPPORT	12,360
<b>Total . . . . .</b>  <b>3a</b>				247,394,595


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NUCLEAR THREAT INITIATIVE 1747 PENNSYLVANIA AVENUE NW WASHINGTON,DC 20006	NONE	509 (A)(1)	PROJECT SUPPORT	7,000,181
OPTIONS FOR INTERNATIONAL HEALTH 1800 M STREET NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	3,489,039
OREGON HEALTH AND SCIENCE UNIVERSIT 3181 SW SAM JACKSON PARK RD PORTLAND,OR 97239	NONE	509 (A)(1)	PROJECT SUPPORT	69,275
OREGON HEALTH AND SCIENCE UNIVERSIT 3181 SW SAM JACKSON PARK ROAD PORTLAND,OR 97239	NONE	509 (A)(1)	PROJECT SUPPORT	272,073
OREGON HEALTH AND SCIENCE UNIVERSIT 1121 SW SALMON STREET PORTLAND,OR 97205	NONE	509 (A)(1)	PROJECT SUPPORT	47,584
OREGON HEALTH AND SCIENCE UNIVERSIT 3181 SW SAM JACKSON PARK ROAD PORTLAND,OR 97239	NONE	509 (A)(1)	PROJECT SUPPORT	74,297
PATHFINDER INTERNATIONAL 9 GALEN STREET SUITE 217 WATERTOWN,MA 02472	NONE	509 (A)(1)	PROJECT SUPPORT	23,006
PERU STATE COLLEGE 600 HOYT STREET PERU,NE 68421	NONE	501 ( C)(1)	PROJECT SUPPORT	35,011
PERU STATE COLLEGE 600 HOYT STREET PERU,NE 68421	NONE	501 ( C)(1)	PROJECT SUPPORT	48,338
PHYSICIANS FOR REPRODUCTIVE CHOICE 55 WEST 39TH STREET NEW YORK,NY 10018	NONE	509 (A)(1)	PROJECT SUPPORT	1,354,954
PLANNED PARENTHOOD FEDERATION OF AM 434 W 33RD STREET NEW YORK,NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	1,992,904
PLANNED PARENTHOOD FEDERATION OF AM 434 W 33RD STREET NEW YORK,NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	14,063,622
PLANNED PARENTHOOD FEDERATION OF AM 434 W 33RD STREET NEW YORK,NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	2,016,051
PLANNED PARENTHOOD LEAGUE OF MASSAC 1055 COMMONWEALTH AVE BOSTON,MA 02215	NONE	509 (A)(1)	PROJECT SUPPORT	69,787
PLANNED PARENTHOOD MAR MONTE 455 WEST 5TH ST RENO,NV 895034413	NONE	509 (A)(1)	PROJECT SUPPORT	25,000
<b>Total . . . . .</b>  <b>3a</b>				247,394,595


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PLANNED PARENTHOOD MID AND SOUTH MI 3100 PROFESSIONAL DRIVE ANN ARBOR,MI 48106	NONE	509 (A)(1)	PROJECT SUPPORT	50,000
PLANNED PARENTHOOD MINNESOTA NORTH 1965 FORD PARKWAY ST PAUL,MN 55116	NONE	509 (A)(1)	PROJECT SUPPORT	82,960
PLANNED PARENTHOOD OF EAST CENTRAL 3425 FIRST AVENUE SE CEDAR RAPIDS,IA 52402	NONE	509 (A)(1)	PROJECT SUPPORT	580,180
PLANNED PARENTHOOD OF INDIANA 200 S MERIDIAN STREET INDIANAPOLIS,IN 46206	NONE	509 (A)(1)	PROJECT SUPPORT	25,000
PLANNED PARENTHOOD OF METROPOLITAN 1108 16TH STREET NW WASHINGTON,DC 20036	NONE	509 (A)(2)	PROJECT SUPPORT	50,723
PLANNED PARENTHOOD OF NORTHEAST OHI 444 WEST EXCHANGE STREET AKRON,OH 44302	NONE	509 (A)(1)	PROJECT SUPPORT	351,120
PLANNED PARENTHOOD OF PASADENA AND 1045 NORTH LAKE AVE PASADENA,CA 91104	NONE	509 (A)(2)	PROJECT SUPPORT	25,000
PLANNED PARENTHOOD OF SOUTH FLORIDA 2300 N FLORIDA MANGO ROAD WEST PALM BEACH,FL 33409	NONE	509 (A)(1)	PROJECT SUPPORT	33,000
PLANNED PARENTHOOD OF SOUTHEAST IOW 620 N 8TH STREET BURLINGTON,IA 52601	NONE	509 (A)(1)	PROJECT SUPPORT	202,409
PLANNED PARENTHOOD OF SOUTHEAST TEX 4600 GULF FREEWAY HOUSTON,TX 77023	NONE	509 (A)(1)	PROJECT SUPPORT	35,096
PLANNED PARENTHOOD OF SOUTHERN NEW 345 WHITNEY AVE NEW HAVEN,CT 06511	NONE	509 (A)(2)	PROJECT SUPPORT	25,000
PLANNED PARENTHOOD OF SOUTHWEST AND 736 CENTRAL AVE SARASOTA,FL 34236	NONE	509 (A)(1)	PROJECT SUPPORT	101,543
PLANNED PARENTHOOD OF THE GREAT NOR 2001 EAST MADISON STREET SEATTLE,WA 98122	NONE	510 (A)(2)	PROJECT SUPPORT	15,000
PLANNED PARENTHOOD OF THE GREAT NOR 2001 EAST MADISON STREET SEATTLE,WA 98122	NONE	509 (A)(2)	PROJECT SUPPORT	50,000
PLANNED PARENTHOOD OF THE HEARTLAND 1171 7TH STREET DES MOINES,IA 50314	NONE	509 (A)(1)	PROJECT SUPPORT	1,608,588
<b>Total</b> . . . . .  <b>3a</b>				247,394,595

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<b>a</b> Paid during the year				
PLANNED PARENTHOOD OF THE HEARTLAND 1171 7TH STREET DES MOINES,IA 50314	NONE	509 (A)(1)	PROJECT SUPPORT	111,982
PLANNED PARENTHOOD OF THE HEARTLAND 1171 7TH STREET DES MOINES,IA 50314	NONE	509 (A)(1)	PROJECT SUPPORT	164,220
PLANNED PARENTHOOD OF THE HEARTLAND 1171 7TH STREET DES MOINES,IA 50314	NONE	509 (A)(1)	PROJECT SUPPORT	50,808
PLANNED PARENTHOOD OF THE HEARTLAND 1171 7TH STREET DES MOINES,IA 50314	NONE	509 (A)(1)	PROJECT SUPPORT	1,505,333
PLANNED PARENTHOOD OF THE HEARTLAND 1171 7TH STREET DES MOINES,IA 50314	NONE	509 (A)(1)	PROJECT SUPPORT	503,766
PLANNED PARENTHOOD OF THE ROCHESTER 114 UNIVERSITY AVE ROCHESTER,NY 14605	NONE	509 (A)(1)	PROJECT SUPPORT	57,858
PLANNED PARENTHOOD OF THE ROCKY MOU 7155 EAST 38TH AVE DENVER,CO 80207	NONE	509 (A)(1)	PROJECT SUPPORT	75,000
PLANNED PARENTHOOD OF THE ROCKY MOU 7155 E 38TH STREET DENVER,CO 80207	NONE	509 (A)(1)	PROJECT SUPPORT	101,400
PLANNED PARENTHOOD OF THE ST LOUIS 4251 FOREST PARK AVE ST LOUIS,MO 63108	NONE	509 (A)(1)	PROJECT SUPPORT	25,000
PLANNED PARENTHOOD OF UTAH 654 S 900 EAST SALT LAKE CITY,UT 84102	NONE	509 (A)(1)	PROJECT SUPPORT	262,200
PLANNED PARENTHOOD OF WEST TEXAS AB 910-B SOUTH GRANT ODESSA,TX 79761	NONE	509 (A)(1)	PROJECT SUPPORT	334,396
PLANNED PARENTHOOD SOUTHEAST INC 75 PIEDMONT AVE SUITE 800 ATLANTA,GA 30303	NONE	509 (A)(1)	PROJECT SUPPORT	50,000
PLANNED PARENTHOOD WOMEN'S HEALTH C 3302 67TH STREET LUBBOCK,TX 79413	NONE	509 (A)(1)	PROJECT SUPPORT	151,244
POPULATION COUNCIL ONE DAG HAMERSKOLD PLAZA NEW YORK,NY 10017	NONE	509 (A)(1)	PROJECT SUPPORT	1,431,213
POPULATION COUNCIL ONE DAG HAMERSKOLD PLAZA NEW YORK,NY 10017	NONE	509 (A)(1)	PROJECT SUPPORT	727,111
<b>Total . . . . .</b>  <b>3a</b>				247,394,595

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POPULATION SERVICES INTERNATIONAL 1120 19TH STREET NW SUITE 600 WASHINGTON,DC 20036	NONE	509 (A)(2)	PROJECT SUPPORT	7,378,682
POPULATION SERVICES INTERNATIONAL 1120 19TH STREET NW SUITE 600 WASHINGTON,DC 20036	NONE	509 (A)(2)	PROJECT SUPPORT	28,691,307
REGENTS OF THE UNIVERSITY OF CALIFO 101 THE CITY DRIVE SOUTH ORANGE,CA 92868	NONE	509 (A)(1)	PROJECT SUPPORT	362,108
REGENTS OF THE UNIVERSITY OF CALIFO 1001 POTRERO AVE SAN FRANCISCO,CA 94110	NONE	509 (A)(1)	PROJECT SUPPORT	88,029
REGENTS OF THE UNIVERSITY OF CALIFO 995 POTRERO AVE WARD 83 SAN FRANCISCO,CA 94110	NONE	509 (A)(1)	PROJECT SUPPORT	59,995
REGENTS OF THE UNIVERSITY OF CALIFO 1001 POTRERO AVE SAN FRANCISCO,CA 94102	NONE	509 (A)(1)	PROJECT SUPPORT	69,864
REGENTS OF THE UNIVERSITY OF CALIFO 1001 POTRERO AVE SAN FRANCISCO,CA 94102	NONE	509 (A)(1)	PROJECT SUPPORT	59,536
REGENTS OF THE UNIVERSITY OF CALIFO 3333 CALIFORNIA STREET SAN FRANCISCO,CA 94118	NONE	509 (A)(1)	PROJECT SUPPORT	124,203
REGENTS OF THE UNIVERSITY OF CALIFO 3333 CALIFORNIA STREET SAN FRANCISCO,CA 94118	NONE	509 (A)(1)	PROJECT SUPPORT	593,036
REGENTS OF THE UNIVERSITY OF CALIFO 3333 CALIFORNIA STREET SAN FRANCISCO,CA 94143	NONE	509 (A)(1)	PROJECT SUPPORT	603,899
REGENTS OF THE UNIVERSITY OF CALIFO 1001 POTRERO AVE SAN FRANCISO,CA 94110	NONE	509 (A)(1)	PROJECT SUPPORT	29,744
REGENTS OF THE UNIVERSITY OF CALIFO 1001 POTRERO AVE SAN FRANCISO,CA 94110	NONE	509 (A)(1)	PROJECT SUPPORT	31,975
REGENTS OF THE UNIVERSITY OF CALIFO 1001 POTRERO AVE SAN FRANCISO,CA 94110	NONE	509 (A)(1)	PROJECT SUPPORT	32,041
REGENTS OF THE UNIVERSITY OF COLORA PO BOX 6511 AURORA,CO 80045	NONE	509 (A)(1)	PROJECT SUPPORT	489,871
REGENTS OF THE UNIVERSITY OF COLORA 12631 E 17TH AVE AURORA,CO 80045	NONE	509 (A)(1)	PROJECT SUPPORT	328,563
<b>Total . . . . .</b>  <b>3a</b>				247,394,595




Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
REGENTS OF THE UNIVERSITY OF COLORA 12631 EAST 17TH AVE AURORA,CO 80045	NONE	509 (A)(1)	PROJECT SUPPORT	29,575
REGENTS OF THE UNIVERSITY OF MICHIG 3003 SOUTH STATE ST ANN AROBR,MI 48109	NONE	509 (A)(1)	PROJECT SUPPORT	378,978
REGENTS OF THE UNIVERSITY OF MICHIG 1500 EAST MEDICAL CENTER DRIVE ANN ARBOR,MI 48109	NONE	509 (A)(1)	PROJECT SUPPORT	29,998
REGENTS OF THE UNIVERSITY OF NEW ME 1 UNIVERSITY OF NEW MEXICO ALBUQUERQUE,NM 87131	NONE	509 (A)(1)	PROJECT SUPPORT	14,079
REGENTS UNIVERSITY OF CALIFORNIA LO 2233 POST STREET SAN FRANCISCO,CA 94115	NONE	509 (A)(1)	PROJECT SUPPORT	300,967
REGENTS UNIVERSITY OF CALIFORNIA LO 11000 KINROSS BLDG LOS ANGELES,CA 90095	NONE	509 (A)(1)	PROJECT SUPPORT	3,390
REGENTS UNIVERSITY OF CALIFORNIA LO 11000 KINROSS BLDG LOS ANGELES,CA 90095	NONE	509 (A)(1)	PROJECT SUPPORT	234,413
REGETNTS OF THE UNIVERSITY OF MICH 1500 EAST MEDICAL CENTER DRIVE ANN ARBOR,MI 48106	NONE	509 (A)(1)	PROJECT SUPPORT	42,178
RELIGIOUS COALTION FOR REPRODUCTIVE 1413 K STREET NW WASHINGTON,DC 20005	NONE	509 (A)(1)	PROJECT SUPPORT	501,732
SALEM BAPTIST CHURCH 3131 LAKE STREET OMAHA,NE 68111	NONE	509 (A)(1)	PROJECT SUPPORT	5,000
SOCIETY OF FAMILY PLANNING 255 SOUTH 17TH STREET PHILADELPHIA,PA 19103	NONE	509 (A)(1)	PROJECT SUPPORT	1,464,614
SONOMA COUNTY ACADEMIC FOUNDATION F 3324 CHANATE RD SANTA ROSA,CA 95404	NONE	509 (A)(1)	PROJECT SUPPORT	57,595
SONOMA COUNTY ACADEMIC FOUNDATION F 3324 CHANATE RD SANTA ROSA,CA 95404	NONE	509 (A)(1)	PROJECT SUPPORT	71,308
SOUTHEAST COMMUNITY COLLEGE 8800 O STREET LINCOLN,NE 68520	NONE	509 (A)(1)	PROJECT SUPPORT	97,768
SOUTHEAST COMMUNITY COLLEGE 8800 O STREET LINCOLN,NE 68520	NONE	509 (A)(1)	PROJECT SUPPORT	63,739
<b>Total . . . . .</b>  <b>3a</b>				247,394,595


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SOUTHERN IOWA FAMILY PLANNING 228 E SECOND ST OTTUMWA,IA 52501	NONE	509 (A)(1)	PROJECT SUPPORT	277,849
SOUTHWEST OPEN SCHOOL PO BOX DD CORTEZ,CO 81321	NONE	509 (A)(1)	PROJECT SUPPORT	10,700
ST LUKES FAMILY HEALTHCARE FOUNDATI 855 A AVENUE NE CEDAR RAPIDS,IA 52402	NONE	509 (A)(1)	PROJECT SUPPORT	190,626
STANFORD UNIVERSITY 300 PASTEUR DRIVE STANFORD,CA 94305	NONE	509 (A)(1)	PROJECT SUPPORT	393,835
STANFORD UNIVERSITY 300 PASTEUR DRIVE STANFORD,CA 94305	NONE	509 (A)(1)	PROJECT SUPPORT	283,537
STANFORD UNIVERSITY 300 PASTEUR DRIVE STANFORD,CA 94305	NONE	509 (A)(1)	PROJECT SUPPORT	64,024
TEAMMATES MENTORING PROGRAM 6801 O STREET LINCOLN,NE 68510	NONE	509 (A)(1)	PROJECT SUPPORT	10,000
THE BOARD OF TRUSTEES OF THE UNIVER 820 S WOOD ST CHICAGO,IL 60612	NONE	509 (A)(1)	PROJECT SUPPORT	68,240
THE ONE CAMPAIGN 9201 WILSHIRE BLVD BEVERLY HILLS,CA 90210	NONE	509 (A)(2)	PROJECT SUPPORT	1,004,107
THE REGENTS OF THE UNIVERSITY OF CA 995 POTRERO AVE WARD 83 SAN FRANCISCO,CA 94110	NONE	509 (A)(1)	PROJECT SUPPORT	129,462
THE REGENTS OF THE UNIVERSITY OF CA BOX 0744 SAN FRANCISCO,CA 94143	NONE	509 (A)(1)	PROJECT SUPPORT	1,546,380
TRUSTEES OF COLUMBIA UNIVERSITY 630 EAST 168TH STREET NEW YORK,NY 10032	NONE	509 (A)(1)	PROJECT SUPPORT	3,247,886
TRUSTEES OF COLUMBIA UNIVERSITY 630 EAST 168TH STREET NEW YORK,NY 10032	NONE	509 (A)(1)	PROJECT SUPPORT	253,462
TRUSTEES OF COLUMBIA UNIVERSITY 630 EAST 168TH STREET NEW YORK,NY 10032	NONE	509 (A)(1)	PROJECT SUPPORT	3,733,369
TRUSTEES OF COLUMBIA UNIVERSITY 630 EAST 168TH STREET NEW YORK,NY 10032	NONE	509 (A)(1)	PROJECT SUPPORT	2,537,070
Total . . . . . 3a				247,394,595

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
TRUSTEES OF COLUMBIA UNIVERSITY IN 622 W 168TH STREET NEW YORK,NY 10032	NONE	509 (A)(1)	PROJECT SUPPORT	805,814
TRUSTEES OF COLUMBIA UNIVERSITY IN 622 W 168TH STREET NEW YORK,NY 10032	NONE	509 (A)(1)	PROJECT SUPPORT	589,750
TRUSTEES OF COLUMBIA UNIVERSITY IN 622 W 168TH STREET NEW YORK,NY 10032	NONE	509 (A)(1)	PROJECT SUPPORT	69,821
UNITY HEALTHCARE 1609 CEDAR ST MUSCATINE,IA 52761	NONE	509 (A)(1)	PROJECT SUPPORT	96,036
UNIVERSITY HOSPITALS HEALTH SYSTEMS 11100 EUCLID AVENUE CLEVELAND,OH 44106	NONE	509 (A)(1)	PROJECT SUPPORT	48,832
UNIVERSITY OF CHICAGO 5801 S ELLIS AVE CHICAGO,IL 60637	NONE	509 (A)(1)	PROJECT SUPPORT	334,547
UNIVERSITY OF CHICAGO 5841 S MARYLAND AVE CHICAGO,IL 60637	NONE	509 (A)(1)	PROJECT SUPPORT	29,981
UNIVERSITY OF IOWA 200 HAWKINS DRIVE IOWA CITY,IA 52242	NONE	509 (A)(1)	PROJECT SUPPORT	292,452
UNIVERSITY OF NEBRASKA BOARD OF REG RR2 BOX 23 A CURITS,NE 69025	NONE	509 (A)(1)	PROJECT SUPPORT	4,689
UNIVERSITY OF NEBRASKA BOARD OF REG RR2 BOX 23 A CURITS,NE 69025	NONE	509 (A)(1)	PROJECT SUPPORT	10,557
UNIVERSITY OF NEBRASKA BOARD OF REG MEMORIAL STUDENT AFFAIRS BUILDING KEARNEY,NE 68849	NONE	509 (A)(1)	PROJECT SUPPORT	468,005
UNIVERSITY OF NEBRASKA BOARD OF REG MEMORIAL STUDENT AFFAIRS BUILDING KEARNEY,NE 68849	NONE	509 (A)(1)	PROJECT SUPPORT	776,017
UNIVERSITY OF NEBRASKA BOARD OF REG 16 CANFIELD ADMIN BLDG LINCOLN,NE 68588	NONE	509 (A)(1)	PROJECT SUPPORT	1,744,175
UNIVERSITY OF NEBRASKA BOARD OF REG 16 CANFIELD ADMIN BLDG LINCOLN,NE 68588	NONE	510 (A)(1)	PROJECT SUPPORT	2,636,794
UNIVERSITY OF NEBRASKA BOARD OF REG 600 S 42 ST OMAHA,NE 68198	NONE	509 (A)(1)	PROJECT SUPPORT	70,019
<b>Total . . . . .</b>  <b>3a</b>				247,394,595

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
UNIVERSITY OF NEBRASKA BOARD OF REG 600 S 42 ST OMAHA,NE 68198	NONE	509 (A)(1)	PROJECT SUPPORT	110,200
UNIVERSITY OF NEBRASKA BOARD OF REG 600 S 42 ST OMAHA,NE 68198	NONE	509 (A)(1)	PROJECT SUPPORT	1,097,821
UNIVERSITY OF NEBRASKA FOUNDATION 2285 S 67 STREET OMAHA,NE 68106	NONE	509 (A)(1)	PROJECT SUPPORT	1,928,327
UNIVERSITY OF NORTH CAROLINA AT CHA CB 7445 ROSENAU HALL CHAPEL HILL,NC 275997445	NONE	509 (A)(1)	PROJECT SUPPORT	177,654
UNIVERSITY OF NORTH CAROLINA AT CHA 104 AIRPORT DRIVE CHAPEL HILL,NC 27599	NONE	509 (A)(1)	PROJECT SUPPORT	310,291
UNIVERSITY OF NORTH CAROLINA AT CHA 4015 OLD CLINIC BLDG CHAPEL HILL,NC 27599	NONE	509 (A)(1)	PROJECT SUPPORT	330,835
UNIVERSITY OF NORTH CAROLINA AT CHA CB 1350 104 AIRPORT DRIVE CHAPEL HILL,NC 27599	NONE	509 (A)(1)	PROJECT SUPPORT	70,000
UNIVERSITY OF NORTHERN IOWA 213 E BARTLETT HALL CEDAR FALLS,IA 50614	NONE	501 ( C )(1)	PROJECT SUPPORT	3,327,150
UNIVERSITY OF PENNSYLVANIA 1000 COURTYARD PHILADELPHIA,PA 19104	NONE	509 (A)(1)	PROJECT SUPPORT	124,070
UNIVERSITY OF PENNSYLVANIA 3400 SPRUCE STREET PHILADELPHIA,PA 19104	NONE	509 (A)(1)	PROJECT SUPPORT	250,786
UNIVERSITY OF ROCHESTER 601 ELMWOOD AVE ROCHESTER,NY 146428668	NONE	509 (A)(1)	PROJECT SUPPORT	79,403
UNIVERSITY OF SOUTHERN CALIFORNIA 1200 NORTH STATE STREET LOS ANGELES,CA 90033	NONE	509 (A)(2)	PROJECT SUPPORT	495,643
UNIVERSITY OF UTAH 30 NORTH 1900 EAST SALT LAKE CITY,UT 84132	NONE	509 (A)(1)	PROJECT SUPPORT	209,023
UNIVERSITY OF WASHINGTON 4245 ROOSEVELT WAY SEATTLE,WA 98195	NONE	509 (A)(1)	PROJECT SUPPORT	102,224
VALLEY MEDICAL CENTER FOUNDATION 2400 MOORPARK AVE SUITE 207 SAN JOSE,CA 95128	NONE	509 (A)(1)	PROJECT SUPPORT	251,317
<b>Total . . . . .</b>  <b>3a</b>				247,394,595


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
VALLEY-WIDE HEALTH SYSTEMS INC 128 MARKET STREET ALAMOSA,CO 81101	NONE	509 (A)(1)	PROJECT SUPPORT	509,321
VENTURE STRATEGIES INNOVATIONS 2140 SHATTUCK AVE BERKLEY,CA 94704	NONE	509 (A)(2)	PROJECT SUPPORT	934,787
VISITING NURSE SERVICES OF IOWA 1111 9TH STREET DES MOINES,IA 50314	NONE	509 (A)(1)	PROJECT SUPPORT	587,053
WASHINGTON HOSPITAL CENTER 110 IRVING STREET NW WASHINGTON,DC 20010	NONE	509 (A)(1)	PROJECT SUPPORT	100,279
WASHINGTON UNIVERSITY 660 EUCLID AVE S ST LOUIS,MO 63110	NONE	509 (A)(1)	PROJECT SUPPORT	304,415
WASHINGTON UNIVERSITY 49111 BARNES JEWISH HOSPITAL ST LOUIS,MO 63110	NONE	509 (A)(1)	PROJECT SUPPORT	4,264,396
WASHINGTON UNIVERSITY 4911 BARNES JEWISH HOSPITAL PL ST LOUIS,MO 63110	NONE	509 (A)(1)	PROJECT SUPPORT	34,496
WASHINGTON UNIVERSITY 600 SOUTH EUCLID ST LOUIS,MO 63110	NONE	509 (A)(1)	PROJECT SUPPORT	115,200
WASHINGTON UNIVERSITY 600 SOUTH EUCLID ST LOUIS,MO 63110	NONE	509 (A)(1)	PROJECT SUPPORT	139,211
WASHINGTON UNIVERSITY 4533 CLAYTON AVE ST LOUIS,MO 63110	NONE	509 (A)(1)	PROJECT SUPPORT	69,250
WAYNE STATE FOUNDATION 1111 MAIN STREET WAYNE,NE 68787	NONE	509 (A)(1)	PROJECT SUPPORT	286,795
WAYNE STATE FOUNDATION 1111 MAIN STREET WAYNE,NE 68787	NONE	509 (A)(1)	PROJECT SUPPORT	400,764
WESTERN NEBRASKA COMMUNITY COLLEGE 1602 E 27TH STREET SCOTTSBLUFF,NE 69361	NONE	509 (A)(1)	PROJECT SUPPORT	4,531
WESTERN NEBRASKA COMMUNITY COLLEGE 1602 E 27TH STREET SCOTTSBLUFF,NE 69361	NONE	509 (A)(1)	PROJECT SUPPORT	20,193
WILLOWS FOUNDATION 6867 ELM STREET MCLEAN,VA 22101	NONE	509 (A)(1)	PROJECT SUPPORT	1,424,156
<b>Total . . . . .</b>  <b>3a</b>				247,394,595


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
WOMENS HEALTH PROJECT INC 227 NORTH DUBUQUE STREET IOWA CITY,IA 52245	NONE	509 (A)(1)	PROJECT SUPPORT	195,326
WOMEN'S HEALTH SERVICES OF EASTERN 2635 LINCOLN WAY CLINTON,IA 52732	NONE	509 (A)(1)	PROJECT SUPPORT	249,809
WORLD HEALTH ORGANIZATION 20 AVENUE APPIA GENEVA SZ	NONE	N/A	PROJECT SUPPORT	248,100
WORLD HEALTH PARTNERS BB-11 GREATER KAILASH 11048 NEW DELHI IN	NONE	N/A	PROJECT SUPPORT	1,016,037
YALE UNIVERSITY 333 CEDAR STREET NEW HAVEN,CT 06520	NONE	509 (A)(1)	PROJECT SUPPORT	124,647
YESHIVA UNIVERSITY ALBERT EINSTEIN 1300 MORRIS PARK AVE BRONX,NY 10461	NONE	509 (A)(1)	PROJECT SUPPORT	516,087
YESHIVA UNIVERSITY ALBERT EINSTEIN 1300 MORRIS PARK AVE BRONX,NY 10461	NONE	509 (A)(1)	PROJECT SUPPORT	59,084
YESHIVA UNIVERSITY ALBERT EINSTEIN 1300 MORRIS PARK AVE BRONX,NY 10461	NONE	509 (A)(1)	PROJECT SUPPORT	38,526
CATHY ANDRUS 124 NORTH 20TH STREET OMAHA,NE 68102	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
ROBERT BACOME 4519 SOUTH 24TH STREET OMAHA,NE 68107		N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
THELMA BELL 2606 HAMILTON STREET OMAHA,NE 68131		N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
SALLY ROSANNE CARMICHAEL 6901 BURT STREET OMAHA,NE 68132		N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
WILLIAM COSGROVE 4606 TERRACE DRIVE OMAHA,NE 68134		N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
CATHY EICHORN 6901 BURT STREET OMAHA,NE 68132		N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
MARGO FORSYTHE 4904 NORTH 42ND STREET OMAHA,NE 68111		N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
<b>Total . . . . .</b>			<b>▶ 3a</b>	247,394,595

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
FAITH KEIM 15860 TAYLOR STREET OMAHA,NE 68116		N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
KELENE LANGENFELD 5505 NORTH 99TH STREET OMAHA,NE 68134	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
CHAD MCANDREWS 4904 NORTH 42ND STREET OMAHA,NE 68111	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
MARCELLA MAHONEY 124 NORTH 20TH STREET OMAHA,NE 68102	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
LUISA PALOMO 2021 SAINT MARYS AVE OMAHA,NE 68102	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
SARA POINT 4519 SOUTH 24TH STREET OMAHA,NE 68107	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
KATHLEEN PRUSHA 7800 SOUTH 25TH STREET BELLEVUE,NE 68147	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
DEANA RAINEY 5105 BEDFORD AVE OMAHA,NE 68104	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
<b>Total . . . . .</b>  <b>3a</b>				247,394,595

Form 990PF Part XV Line 3b - Grants and Contributions Approved for Future Payment


Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>b</b> <i>Approved for future payment</i>				
ALLIANCE FOR JUSTICE11 DUPONT CIR WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	13
BOSTON MEDICAL CENTER CORP85 E CONCORD ST BOSTON,MA 02118	NONE	509 (A)(1)	PROJECT SUPPORT	533
CATHOLICS FOR THE RIGHT TO DECIDE-MLONDRES NUM 234 DEL CARMEN COYOCAN MX	NONE	N/A	PROJECT SUPPORT	132,420
CENTER FOR REPRODUCTIVE RIGHTS120 WALL STREET NEW YORK,NY 10005	NONE	509 (A)(1)	PROJECT SUPPORT	2,481
CENTER FOR REPRODUCTIVE RIGHTS120 WALL STREET NEW YORK,NY 10005	NONE	509 (A)(1)	PROJECT SUPPORT	2,000,000
CENTER FOR REPRODUCTIVE RIGHTS120 WALL STREET NEW YORK,NY 10005	NONE	509 (A)(1)	PROJECT SUPPORT	1,501,789
CENTER FOR WOMEN POLICY STUDIES1776 MASSACHUSETTS AVE NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	75,000
CHRISTIANA CARE HEALTH SYSTEMS INC501 W 14TH STREET WILMINGTON,DE 19899	NONE	509 (A)(1)	PROJECT SUPPORT	100,000
COLORADO DEPARTMENT OF PUBLIC HEALT4300 CHERRY CREEK DR S DENVER,CO 802461530	NONE	509 (A)(1)	PROJECT SUPPORT	592,653
DREXEL UNIVERSITY3201 ARCH ST PHILADELPHIA,PA 19104	NONE	509 (A)(1)	PROJECT SUPPORT	249,947
EMORY UNIVERSITY490 JESSE HILL JR DR SE ATLANTA,GA 30303	NONE	509 (A)(1)	PROJECT SUPPORT	291,203
EMORY UNIVERSITY1599 CLIFTON ROAD ATLANTA,GA 30302	NONE	509 (A)(1)	PROJECT SUPPORT	70,000
ENGENDER HEALTH440 NINTH AVE NEW YORK,NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	1,055,324
EQUIDAD DE GENEROABASOLO 201 DEL CARMEN COYOCAN MX	NONE	N/A	PROJECT SUPPORT	1,653,753
FAMILY MEDICINE RESIDENCY OF IDAHO777 N RAYMOND ST BOISE,ID 83704	NONE	509 (A)(1)	PROJECT SUPPORT	78,369
<b>Total . . . . .</b>  <b>3b</b>				55,475,135



Form 990PF Part XV Line 3b - Grants and Contributions Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>b</b> <i>Approved for future payment</i>				
FEDERAL DEMPCRATIC REPUBLIC OF ETHIPOSTAL CODE 1234 ADDIS ABABA ET	NONE	N/A	PROJECT SUPPORT	2,948,975
GLIDE MEMORIAL UNITED METHODIST CHU330 ELLIS STREET SAN FRANCISCO,CA 94102	NONE	509 (A)(1)	PROJECT SUPPORT	250,000
GRUPO DE INFORMACION EN REPRODUCCIOAPARTADO POSTAL 21-547 ADMON 21 COYOACAN MX	NONE	N/A	PROJECT SUPPORT	377,242
GUTTMACHER INSTITUTE INC125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	455,441
GUTTMACHER INSTITUTE INC125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	75,000
GYNUITY15 EAST 26TH STREET NEW YORK,NY 10010	NONE	N/A	PROJECT SUPPORT	3,860,197
HIGH PLAINS COMMUNITY HEALTH CENTER201 KENDALL DRIVE LAMAR,CO 81052	NONE	509 (A)(1)	PROJECT SUPPORT	13,020
IPAS300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	895,305
IPAS300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	615,254
IPAS300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	2,220,000
JOHNS HOPKINS UNIVERSITY600 N WOLFE STREET BALTIMORE,MD 21287	NONE	509 (A)(1)	PROJECT SUPPORT	42,573
MAGEE-WOMENS RESEARCH INSTITUTE AND FOUNDATION300 HALKET STREET PITTSBURGH,PA 15213	NONE	509 (A)(1)	PROJECT SUPPORT	957
MEDICAL STUDENTS FOR CHOICE PO BOX 40188 PHILADELPHIA,PA 19106	NONE	510 (A)(1)	PROJECT SUPPORT	350,337
MSI-USPO BOX 7910 BOULDER,CO 803067900	NONE	509 (A)(3)	PROJECT SUPPORT	2,673,928
MSI-USPO BOX 7910 BOULDER,CO 803067900	NONE	509 (A)(3)	PROJECT SUPPORT	1,526,289
<b>Total . . . . . ▶ 3b</b>				55,475,135

Form 990PF Part XV Line 3b - Grants and Contributions Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>b</b> <i>Approved for future payment</i>				
NATIONAL CAMPAIGN TO PREVENT TEEN AND UNPLANNED PREGNANCY 1776 MASSACHUSETTS AVE NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	400,000
NATIONAL INSTITUTE FOR REPRODUCTIVE HEALTH 470 PARK AVENUE SOUTH NEW YORK,NY 10016	NONE	509 (A)(1)	PROJECT SUPPORT	500,000
NATIONAL PARTNERSHIP FOR WOMEN AND FAMILIES 1875 CONNECTICUT AVE NW WASHINGTON,DC 20009	NONE	509 (A)(2)	PROJECT SUPPORT	391,195
NATIONAL WOMEN'S LAW CENTER 11 DUPONT CIR WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	4,400,000
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 W 33RD STREET NEW YORK,NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	7,096
PLANNED PARENTHOOD MAR MONTE 1691 THE ALAMEDA SAN JOSE,CA 95126	NONE	509 (A)(1)	PROJECT SUPPORT	31,700
PLANNED PARENTHOOD OF GREATER NORTHERN NEW JERSEY 196 SPEEDWELL AVE MORRISTOWN,NJ 07960	NONE	509 (A)(1)	PROJECT SUPPORT	50,000
PLANNED PARENTHOOD OF LOS ANGELES 400 WEST 30TH STREET LOS ANGELES,CA 90007	NONE	509 (A)(1)	PROJECT SUPPORT	25,000
PLANNED PARENTHOOD OF MARYLAND 330 N HOWARD ST BALTIMORE,MD 21201	NONE	509 (A)(1)	PROJECT SUPPORT	24,950
PLANNED PARENTHOOD OF NEW MEXICO 719 SAN MATEO NE ALBUQUERQUE,NM 87108	NONE	509 (A)(1)	PROJECT SUPPORT	21,700
PLANNED PARENTHOOD OF SOUTH CENTRAL MICHIGAN 4201 W MICHIGAN AVE KALAMAZOO,MI 49006	NONE	509 (A)(2)	PROJECT SUPPORT	25,000
PLANNED PARENTHOOD OF SOUTH FLORIDA AND THE TREASURE COAST 2300 N FLORIDA MANGO ROAD WEST PALM BEACH,FL 33409	NONE	509 (A)(1)	PROJECT SUPPORT	33,000
PLANNED PARENTHOOD OF THE GREAT NORTHWEST 2001 E MADISON STREET SEATTLE,WA 98122	NONE	509 (A)(2)	PROJECT SUPPORT	25,000
PLANNED PARENTHOOD OF THE NORTH COUNTRY NEW YORK 88 BRINKERHOFF ST PLATTSBURGH,NY 12901	NONE	509 (A)(1)	PROJECT SUPPORT	40,000
PLANNED PARENTHOOD SHASTA PACIFIC 2185 PACHECO ST CONCORD,CA 94520	NONE	509 (A)(2)	PROJECT SUPPORT	164,000
<b>Total . . . . .</b>  <b>3b</b>				55,475,135

Form 990PF Part XV Line 3b - Grants and Contributions Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>b</b> <i>Approved for future payment</i>				
POPULATION COUNCILONE DAG HAMERSKOLD PLAZA NEW YORK,NY 10017	NONE	509 (A)(1)	PROJECT SUPPORT	1,490,794
POPULATION COUNCILONE DAG HAMERSKOLD PLAZA NEW YORK,NY 10017	NONE	509 (A)(1)	PROJECT SUPPORT	529,645
POPULATION SERVICES INTERNATIONAL1120 19TH STREET NW SUITE 600 WASHINGTON,DC 20036	NONE	509 (A)(2)	PROJECT SUPPORT	4,000,000
REGENTS OF THE UNIVERSITY OF CALIFORNIA AT IRVINE101 THE CITY DRIVE SOUTH ORANGE,CA 92868	NONE	509 (A)(1)	PROJECT SUPPORT	483
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO1001 POTRERO AVE SAN FRANCISCO,CA 94110	NONE	509 (A)(1)	PROJECT SUPPORT	13,688
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO3333 CALIFORNIA STREET SAN FRANCISCO,CA 94143	NONE	509 (A)(1)	PROJECT SUPPORT	2,346,101
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO BOX 0744 SAN FRANCISCO,CA 94143	NONE	510 (A)(1)	PROJECT SUPPORT	2,264,377
TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK622 WEST 168TH ST NEW YORK,NY 10032	NONE	509 (A)(1)	PROJECT SUPPORT	69,895
UNITED NATIONS FOUNDATION 1800 MASSACHUSETTS AVE WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	100,000
UNIVERSITY OF CHICAGO5801 S ELLIS AVE CHICAGO,IL 60637	NONE	509 (A)(1)	PROJECT SUPPORT	927
UNIVERSITY OF CHICAGO5841 S MARYLAND AVE CHICAGO,IL 60637	NONE	509 (A)(1)	PROJECT SUPPORT	69,910
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL4015 OLD CLINIC BLDG CHAPEL HILL,NC 27599	NONE	509 (A)(1)	PROJECT SUPPORT	335,500
UNIVERSITY OF SOUTHERN CALIFORNIA1200 N STATE ST LOS ANGELES,CA 900330129	NONE	509 (A)(2)	PROJECT SUPPORT	48,240
VALLEY-WIDE HEALTH SYSTEMS INC128 MARKET STREET ALAMOSA,CO 81101	NONE	509 (A)(1)	PROJECT SUPPORT	986,086
WASHINGTON HOSPITAL CENTER 106 IRVING ST WASHINGTON,DC 20010	NONE	509 (A)(1)	PROJECT SUPPORT	4,000
<b>Total . . . . . ▶ 3b</b>				55,475,135

Form 990PF Part XV Line 3b - Grants and Contributions Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>b</b> <i>Approved for future payment</i>				
WASHINGTON UNIVERSITY49111 BARNES JEWISH HOSPITAL ST LOUIS, MO 63110	NONE	509 (A)(1)	PROJECT SUPPORT	4,405,013
WILLOWS FOUNDATION6867 ELM STREET MCLEAN, VA 22101	NONE	509 (A)(1)	PROJECT SUPPORT	7,280,366
WILLOWS FOUNDATION6867 ELM STREET MCLEAN, VA 22101	NONE	509 (A)(1)	PROJECT SUPPORT	1,035,366
WORLD HEALTH ORGANIZATION20 AVENUE APPIA GENEVA SZ	NONE	N/A	PROJECT SUPPORT	248,100
<b>Total . . . . . ▶ 3b</b>				55,475,135

**TY 2010 Accounting Fees Schedule**

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	30,160	0		30,160

## TY 2010 Compensation Explanation

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Person Name	Explanation
MELISSA HOW	MELISSA HOW SERVES AS BOARD OF DIRECTORS' SECRETARY HER DUTIES FOR THIS POSITION TAKE AN AVERAGE OF ONE HOUR PER WEEK MS HOW IS ALSO A FULL-TIME EMPLOYEE OF THE FOUNDATION HER POSITION IS DIRECTOR OF GRANTS AND FINANCE HER COMPENSATION AND EMPLOYEE BENEFIT PLAN CONTRIBUTIONS REFLECTED IN PART VIII ARE PAID FOR HER SERVICES AND RESPONSIBILITIES AS A FOUNDATION EMPLOYEE, RATHER THAN FOR HER SERVICES AS BOARD SECRETARY

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2010 Depreciation Schedule

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN: 47-6032365

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER EQUIPMENT	2010-07-01	108,636	64,624	SL	5 000000000000	16,075	0		
LEASEHOLD IMPROVEMENTS	2010-07-01	1,037,135	308,107	SL	15 000000000000	69,142	0		
SOFTWARE	2010-07-01	40,551	37,787	SL	3 000000000000	5,015	0		
OFFICE FURNITURE & EQUIPMENT	2010-07-01	414,444	256,202	SL	7 000000000000	57,212	0		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2010 Expenditure Responsibility Statement

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION  
EIN: 47-6032365

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
WILLOWS FOUNDATION	6867 ELM STREET MCLEAN, VA 22101	2008-02-14	3,605,869	GRANT #278 04 SUPPORT OF REPRODUCTIVE HEALTH ACTIVITIES IN TURKEY ORIGINAL GRANT WAS FOR \$5,849,523 GRANT WAS AMENDED TO \$4,887,948 IN 2010	3,605,869	NONE	12/31/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS FOUNDATION	6867 ELM STREET MCLEAN, VA 22101	2009-01-01	4,887,948	GRANT #278 05 SUPPORT OF REPRODUCTIVE HEALTH ACTIVITIES IN TURKEY	4,887,948	NONE	12/31/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
EQUIDAD DE GENERO	ABASOLO 201 DEL CARMEN COYOCAN MX	2007-03-28	3,827,185	GRANT 361 01 EDUCATION AND ADVOCACY FOR REPRODUCTIVE HEALTH ORIGINAL GRANT WAS FOR \$3,331,700 GRANT WAS AMENDED TO \$3,827,185 IN 2010	3,827,185	NONE	12/31/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
EQUIDAD DE GENERO	ABASOLO 201 DEL CARMEN COYOCAN MX	2010-01-01	1,575,000	GRANT #361 02 EDUCATION AND ADVOCACY FOR REPRODUCTIVE HEALTH	1,549,031	NONE	12/31/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS FOUNDATION	6867 ELM STREET MCLEAN, VA 22101	2008-10-03	1,288,440	GRANT #549 01 REDUCING MATERNAL MORTALITY AND MORBIDITY IN GHANA ORIGINAL GRANT WAS FOR \$1,006,695 GRANT WAS AMENDED TO \$1,288,440 IN 2010	1,288,440	NONE	12/30/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS FOUNDATION	6867 ELM STREET MCLEAN, VA 22101	2010-01-01	1,424,156	GRANT #549 02 REDUCING MATERNAL MORTALITY AND MORBIDITY IN GHANA	1,181,723	NONE	12/31/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY HEALTH PROJECTS	15 EAST 26TH STREET NEW YORK, NY 20705	2008-01-11	6,819,945	GRANT #723 MEDICAL STUDY ORIGINAL GRANT WAS FOR \$856,198 GRANT WAS AMENDED TO \$6,819,945 IN 2010	1,552,303	NONE	11/30/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GOOD WORKS GROUP	3800 ARAPAHOE AVENUE SUITE 210 BOULDER, CO 10010	2008-03-17	291,428	GRANT #752 REDUCING UNINTENDED PREGNANCY ORIGINAL GRANT WAS FOR \$306,942 GRANT WAS AMENDED TO \$291,428 IN 2010	291,248	NONE	12/31/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GOOD WORKS GROUP	3800 ARAPAHOE AVENUE SUITE 210 BOULDER, CO 10010	2009-01-01	295,982	GRANT #752 01 REDUCING UNINTENDED PREGNANCY ORIGINAL GRANT WAS FOR \$291,428 GRANT WAS AMENDED TO \$295,982 IN 2010	295,982	NONE	1/21/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GOOD WORKS GROUP	3800 ARAPAHOE AVENUE SUITE 210 BOULDER, CO 80303	2010-01-01	300,356	GRANT #752 02 REDUCING UNINTENDED PREGNANCY	300,356	NONE	12/31/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY HEALTH PROJECTS	15 EAST 26TH STREET NEW YORK, NY 80303	2008-04-02	812,355	GRANT #762 CONTRACEPTIVE RESEARCH AND DEVELOPMENT	409,529	NONE	3/31/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WORLD HEALTH PARTNERS	BB-11 GREATER KAILASH NEW DELHI IN	2008-04-11	3,150,818	GRANT #764 REPRODUCTIVE HEALTH PROGRAM IN INDIA	3,150,818	NONE	6/25/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WORLD HEALTH PARTNERS	BB-11 GREATER KAILASH NEW DELHI IN	2008-11-01	3,573,853	GRANT #764 01 REPRODUCTIVE HEALTH PROGRAM IN INDIA ORIGINAL GRANT WAS FOR \$3,566,502 GRANT WAS AMENDED TO \$3,573,853 IN 2010	3,573,853	NONE	12/31/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY HEALTH PROJECTS	15 EAST 26TH STREET NEW YORK, NY 80303	2008-05-07	6,306,871	GRANT #779 EXPANDING AND IMPROVING ACCESS TO REPRODUCTIVE HEALTH ORIGINAL GRANT WAS FOR \$16,611,700 GRANT WAS AMENDED TO \$6,306,871 IN 2009	2,369,839		REPORT DUE IN 2011-EXTENSION GRANTED		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED



Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
ESAR	CARRERA 18 NO 33 A-19 BOGOTA CO	2008-08-06	16,473,327	GRANT #820 EDUCATION AND ADVOCACY FOR REPRODUCTIVE HEALTH ORIGINAL GRANT WAS FOR \$55,491,639 GRANT WAS AMENDED TO \$16,471,063 IN 2009 AND TO \$16,473,327 IN 2010	16,473,327	NONE	12/31/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
VENTURE STRATEGIES INNOVATIONS	2140 SHATTUCK AVE BERKLEY, CA 94704	2008-08-22	10,689,230	GRANT #826 REPRODUCTIVE HEALTH TECHNOLOGY ORIGINAL GRANT WAS FOR \$10,635,848 GRANT WAS AMENDED TO \$10,689,230 IN 2009	9,618,211		REPORT DUE IN 2011-EXTENSION GRANTED		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
VENTURE STRATEGIES INNOVATIONS	2140 SHATTUCK AVE BERKLEY, CA 94704	2009-09-01	1,544,747	GRANT #826 01 REPRODUCTIVE HEALTH TECHNOLOGY ORIGINAL GRANT WAS FOR \$1,542,698 GRANT WAS AMENDED TO \$1,544,747 IN 2010	0		DUE IN 2011		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
VENTURE STRATEGIES INNOVATIONS	2140 SHATTUCK AVE BERKLEY, CA 94704	2008-11-24	566,160	GRANT #865 INCREASE ACCESS TO FAMILY PLANNING IN INDIA ORIGINAL GRANT WAS FOR \$569,243 GRANT WAS AMENDED TO \$566,160 IN 2009	569,244	NONE	10/6/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
OPTIONS FOR INTERNATIONAL HEALTH	1211 CONNECTICUT AVE NW WASHINGTON, DC 94704	2009-01-01	6,618,048	GRANT #878 REDUCING MATERNAL MORTALITY AND MORBIDITY IN CAMBODIA ORIGINAL GRANT WAS FOR \$6,464,198 GRANT WAS AMENDED TO \$6,618,048 IN 2010	6,618,048	NONE	12/31/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
AMERICAN COLLEGE OF NURSEMIDWIVES	8403 COLESVILLE ROAD SILVER SPRING, MD 20036	2009-06-01	2,114,011	GRANT #898 STRENGTHENING MIDWIFERY EDUCATION IN CAMBODIA AND GHANA ORIGINAL GRANT WAS FOR \$2,111,636 GRANT WAS AMENDED TO \$2,111,636 IN 2010	1,731,492	NONE	12/31/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GOOD WORKS GROUP	3800 ARAPAHOE AVENUE SUITE 210 BOULDER, CO 20910	2010-10-01	228,219	GRANT #1039 REDUCING UNINTENDED PREGNANCY	0		DUE IN 2011		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
PLANNED PARENTHOOD WOMEN'S HEALTH CENTER	3302 67TH STREET LUBBOCK, TX 79413	2010-09-01	151,244	GRANT #1032 EXPANDING AND IMPROVING ACCESS TO REPRODUCTIVE HEALTH	151,244		DUE IN 2011		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED

TY 2010 Investments Corporate

Stock Schedule

Name:

THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN:

47-6032365

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACCO BRANDS CORP	184	791
AETNA INC. NEW	3,475	12,824
ALLEGHANY CP	2,112	44,822
ALLSTATE CP	2,171	5,744
ALTRIA GROUP INC	1,111	58,704
AMAZON.COM INC	856	18,495
AMER EXPRESS INC	2,308	27,191
AMER FIN GRP HLD	1,401	9,888
AMER INTL GROUP I	13,202	7,301
AMERIPRISE FINANC	329	7,286
AOL INC.	147	1,040
ARCHER DANIELS MD	2,104	13,109
ARGONAUT GROUP IN	293	684
ASSOCIATED EST RL	1,283	1,523
ATLANTIC AMER CP	2,636	416
BERKLEY W R CP	135	4,333
BERKSHIRE HATH HL	22,363	83,049,797
BERKSHIRE HATH HL	1,527,042,779	2,099,511,499
BK OF AMERICA CP	9,169	6,891
BLACKROCK OPPTY	239	1,037
BOEING CO	10,970	13,922
BOMBARDIER INC CL	1,526	1,072
BP PLC	6,901	4,607
BRANDYWINE REALTY	4,034	1,612
BURLINGTN N SANTE	0	0
C S X CP	3,595	6,715
CABELAS INC	1,697	2,189
CAE INC	842	2,342
CAMDEN PROPERTY	2,717	5,378
CAMPBELL SOUP CO	5,095	55,043

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CANADIAN NATL RAI	4,441	6,729
CANADIAN PAC RAIL	5,419	6,568
CARMAX INC	831	7,803
CBS CORP CL A	259	770
CBS CORP CL B	95	766
CHAMPION ENTERPRI	223	20
CHEVRON CORP	6,017	9,072
CHUBB CP THE	3,894	69,504
CIRCUIT CITY STRS	1,675	0
CITADEL BROADCAST	162	20
CITIGROUP INC	7,885	13,359
COCA COLA BOT CON	5,414	11,184
COCA COLA CO THE	4,919	150,324
COCA COLA ENTRPR	1,574	7,175
COCA COLA FEMSA S	3,424	24,795
COLONIAL PROPERTY	4,252	2,293
COMMONWEALTH REIT	729	648
COMPANIA CERV UNI	2,909	5,687
CONOCOPHILLIPS	6,142	6,684
CONS TOMOKA LAND	1,346	2,900
CONSECO INC NEW	542	693
COSTCO WHOLESALE	20,098	192,423
COTT CP	2,144	1,742
COUSINS PROP INC	2,529	856
COVANTA HLD CP	1,941	1,359
CURTISS WRIGHT CP	56	801
DAILY JOURNAL CP	700	7,200
DEVELOPERS RLTY	3,394	1,394
DISCOVER FIN SVCS	1,551	20,057
DOMINION RES NEW	6,440	8,596

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DOVER CP	3,134	46,272
EDISON INTL	1,862	3,841
ENERGIZER HLDGS I	27	217
ENTERTAINMT PPTY	1,383	4,498
EXELON CORPORATIO	4,589	8,480
EXXON MOBIL CP	6,012	7,557
F P L GROUP INC	5,491	10,398
FANNIE MAE	3,529	528
FEDEX CORP	5,588	18,686
FIRST IND RLTY IN	2,347	949
FIRSTENERGY CP	3,189	2,515
FIVE STAR QUAL CA	7	7
FLEETWOOD ENTERPR	479	17
FORTUNE BRANDS IN	2,877	12,324
FRANKLIN COVEY CO	2,252	821
FRIEDMAN INDS INC	1,883	879
FURNITURE BRNDS I	1,710	514
G A T X CP	3,035	13,364
GABELLI EQUITY TR	1,622	1,049
GABELLI GLOBAL	144	149
GABELLI H&W TR	77	64
GABELLI UTILITY T	165	116
GANNETT CO INC	4,862	3,001
GEN DYNAMICS CP	305,613	3,948,811
GEN ELECTRIC CO	4,096	21,960
GILDAN ACTIVEWEAR	1,475	11,264
GLIMCHER RAEITY T	1,563	832
H R BLOCK INC	3,240	4,992
HANESBRANDS INC.	328	290
HAVERTY FURN COS	1,229	2,558

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HIGHWOODS PRPTY I	2,356	3,168
HOMEFED CORP NEW	1,119	420
HORACE MANN EDUCA	135	2,176
HOSPITALITY PROP	3,461	3,602
HRPT PROPERTIES	1,992	2,360
INSWEB CORP	2,378	134
INTL BUSINESS MAC	11,631	58,964
INTL FLAVORS FRAG	10,467	16,809
INTL PAPER	2,214	1,951
ISTAR FINL INC	2,909	927
JOHNSON AND JOHNS	6,009	6,271
JP MORGAN CHASE C	4,440	7,530
KANSAS CITY SOUTH	3,011	5,097
KOREA ELECTRIC PW	946	1,300
KRAFT FOODS INC	1,140	51,938
LEUCADIA NATL CP	1,488	107,964
LEVEL 3 COMM INC	1,597	112
LGL GROUP INC.	682	2,128
LIBERTY PROPERTIE	3,001	3,227
LIZ CLAIBORNE INC	3,513	1,181
LOEWS CP	3,962	163,859
LORILLARD, INC	4,674	269,004
LYNCH INTERACTIVE	1,014	5,200
M G I C INVEST CP	6,427	1,153
M&T BANK CORP	6,678	86,080
MACK-CALI REALTY	3,128	3,338
MANPOWER INC	2,865	6,455
MCCLATCHY CO HLD	41	24
MCDONALDS CP	6,841	200,415
MCKESSON CORP	4,335	14,842

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MEDIA GENERAL CL	4,108	558
MERCURY GENERAL C	1,411	16,892
MICROSOFT CP	278	5,696
MOHAWK INDS INC	2,366	5,681
MOODY'S CORP	1,921	5,848
MORGAN GROUP HLD	28	18
MORGAN STANLEY	7,563	60,492
MUELLER IND INC	3,138	3,139
N Y TIMES CL A	1,160	4,858
NATIONAL RETAIL P	1,111	2,547
NEWS CORP	864	13,072
NEWS CORP CL A	1,902	6,008
NORFOLK SO CP	5,142	6,492
NUCOR CP	4,686	17,492
OVERSTOCK.COM INC	3,753	1,615
PALM HARBOR HOMES	1,606	0
PARKWAY PROP INC.	2,788	1,795
PENN REAL ESTATE	645	479
PEP BOYS MAN MOE	418	1,288
PEPSI BOTTLING GR	0	0
PEPSICO INC	12,022	134,743
PERNOD RICARD ORD	262	539
PFIZER INC	9,822	59,780
PHILIP MORRIS INT	2,532	134,940
PINNACLE WEST CAP	2,539	4,140
PIPER JAFFRAY COS	56	109
PMC COMMERCIAL SB	867	317
PRICESMART INC	404	965
PROCTER GAMBLE	2,723	50,123
PROGRESSIVE CP	405	34,839

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PROLOGIS SBI	545	332
RAYTHEON CO (NEW)	5,994	4,976
REYNOLDS AMERICAN	741	2,123
ROBERDS INC	954	0
ROCKY MT CHOCOLAT	529	1,123
SARA LEE CP	1,982	1,743
SEALED AIR CP NEW	3,286	5,180
SEARS HLDGS CORP	11,864	7,029
SEARS HLDGS CORP	8,970	7,029
SIMON PPTY GRP IN	6,282	10,154
SKYLINE CP	2,988	2,503
STANDARD PACIFIC	1,092	932
SUN TIMES MEDIA G	1,451	2,126
SUNSHINE PCS CP A	2	5
SUNTRUST BANKS	2,256	5,668
SYMS CP	776	723
TANGER FACTORY OU	1,897	10,066
TEXTRON INC	7,582	4,884
THE HERSHEY COMPA	5,536	115,536
THE NEW D&B CORP	595	4,135
THE TRAVELERS CO	9,815	55,386
THOMSON REUTERS C	1,582	6,257
TIFFANY AND CO	4,027	70,776
TIM HORTONS INC.	1,160	5,701
TIMBERLAND CO A	2,146	19,104
TIME WARNER CABLE	720	8,056
TIME WARNER INC	2,062	16,317
TITANIUM METALS C	1,993	937
TORCHMARK CP	30,297	222,870
TRAVELCENTERS OF	300	38

Name of Stock	End of Year Book Value	End of Year Fair Market Value
UNION PACIFIC	3,879	18,778
UNION PACIFIC	9,440	18,778
UNITED DOMIN RLTY	1,011	2,255
UNITRIN INC	829	2,590
US AIR	5,359	1,001
US BANCORP	3,851	9,835
VALHI INC	77	2,470
VIACOM INC CL A	394	1,866
VIACOM INC CL B N	145	1,610
VORNADO REALTY TR	3,739	16,708
WAL MART STORES	4,018	43,200
WALT DISNEY-DISNE	11,853	47,256
WASHINGTON POST CO	1,994	4,400
WASHINGTON FED	2,149	2,718
WELLS FARGO & CO	12,608	110,987
WENDYS INTL INC	1,066	1,943
WHITE MTN INS LTD	2,743	34,621
WILLIAMS COS	1,655	2,463
YUM BRANDS INC	258	35,586
ZALE CP	1,248	810
ZENITH NATL INS C	0	0



**TY 2010 Land, Etc. Schedule**

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FIXED ASSETS	1,600,766	666,720	934,046	934,046

# **TY 2010 Legal Fees Schedule**

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	9,116	0		9,116

# TY 2010 Other Assets Schedule

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PROGRAM RELATED INVESTMENT	1,506,000	1,506,000	1,506,000

TY 2010 Other Decreases Schedule

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Description	Amount
TAX TRANSACTION - SALE OF STOCK	1,073,694

**TY 2010 Other Expenses Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES	22,668	0		22,668
DUES AND MEMBERSHIPS	30,508	0		30,508
BANK CHARGES	6,630	0		6,630
INSURANCE	9,765	0		9,765
MISC EXPENSE	2,065	0		2,065
TELEPHONE EXPENSE	29,105	0		29,105
POSTAGE	5,165	0		5,165
MINOR EQUIPMENT	1,077	0		1,077
EXPENSES ACCRUED AT 12/31/09	0	0		19,954
EXPENSES ACCRUED AT 12/31/10	0	0		-24,080

TY 2010 Other Increases Schedule

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Description	Amount
CHANGE IN UNREALIZED GAIN (LOSS)	41,653,154

**TY 2010 Other Professional Fees Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ABT ASSOCIATES	4,046	0		4,046
CONCENTRIC GROUP	15,343	0		15,343
CLARK INTERNATIONAL	34,303	0		34,303
JEAN ANN BALLINGER	5,620	0		5,620
MICROEDGE, SAN FRANCISCO CA	16,593	0		16,593
DARA CARR	26,661	0		26,661
QUADIS TECHNOLOGIES	3,372	0		3,372
PHILIBER RESEARCH ASSOCIATES	551,952	0		551,952
SIBBELL AND PARTNERS	131	0		131
FRED ULLRICH	3,684	0		3,684
GOOD WORKS GROUP	690,000	0		690,000
MATHEMATICA	174,988	0		174,988

# **TY 2010 Taxes Schedule**

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	2,092,782	0		0
PAYROLL TAXES	110,693	0		110,693